

SJW CORP  
Form 8-K  
April 30, 2015

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported) April 29, 2015

SJW Corp.  
(Exact name of registrant as specified in its charter)

California  
(State or other jurisdiction  
of incorporation)

1-8966  
(Commission  
File Number)

77-0066628  
(IRS Employer  
Identification No.)

110 W. Taylor Street, San Jose, California  
(Address of principal executive offices)  
(408) 279-7800

95110  
(Zip Code)

Registrant's telephone number, including area code  
Not Applicable  
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02: Results of Operations and Financial Condition.

On April 29, 2015, SJW Corp. (the "Corporation") announced its financial results for the quarter ended March 31, 2015. A copy of the press release announcing the financial results is attached hereto as Exhibit 99.1 and incorporated into this Form 8-K by reference.

Item 5.07: Submission of Matters to a Vote of Security Holders.

At the Corporation's 2015 annual meeting of shareholder held on April 29, 2015: (i) the nine individuals listed below were elected to the Board of Directors, (ii) the reincorporation of the Corporation from California to Delaware by means of a merger with and into a wholly-owned Delaware subsidiary was approved, and (iii) the appointment of KPMG LLP as the independent registered public accounting firm for 2015 was ratified, each by the votes set forth below:

Proposal 1: Election of Directors:

| Name of Director    | For        | Withheld | Broker Non-Votes |
|---------------------|------------|----------|------------------|
| Katharine Armstrong | 16,520,247 | 447,463  | 2,393,940        |
| Walter J. Bishop    | 16,669,129 | 298,581  | 2,393,940        |
| Mark L. Cali        | 16,494,878 | 472,832  | 2,393,940        |
| Douglas R. King     | 16,667,411 | 300,299  | 2,393,940        |
| Daniel B. More      | 16,667,093 | 300,617  | 2,393,940        |
| Ronald B. Moskovitz | 16,518,807 | 448,903  | 2,393,940        |
| George E. Moss      | 16,661,859 | 305,851  | 2,393,940        |
| W. Richard Roth     | 16,392,665 | 575,045  | 2,393,940        |
| Robert A. Van Valer | 16,666,305 | 301,405  | 2,393,940        |

Proposal 2: Approval of the reincorporation of the Corporation from California to Delaware by means of a merger with and into a wholly-owned Delaware subsidiary:

| For        | Against   | Abstain | Broker Non-Votes |
|------------|-----------|---------|------------------|
| 11,636,265 | 5,240,257 | 91,188  | 2,393,940        |

Proposal 3: Ratification of Appointment of Independent Registered Public Accounting Firm:

| For        | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 19,201,761 | 56,509  | 103,380 | --               |

Item 9.01: Financial Statements and Exhibits.

(d) Exhibits

| Exhibit Number | Description of Document  |
|----------------|--|
| 99.1           | Press Release issued by SJW Corp., dated April 29, 2015 announcing the 2015 First Quarter Financial Results. |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

SJW CORP.

Date: April 29, 2015

/s/ James P. Lynch  
James P. Lynch, Chief Financial Officer and Treasurer

| Exhibit Number | Description of Document  |
|----------------|--|
| 99.1           | Press Release issued by SJW Corp., dated April 29, 2015 announcing the 2015 First Quarter Financial Results. |